

# BYLAWS

## OKLAHOMA SCHOOL COUNSELOR ASSOCIATION

Revised and Adopted July, 2022

### ARTICLE I: NAME AND MISSION

ARTICLE I, SECTION 1. The name of the Association shall be the Oklahoma School Counselor Association (OSCA), a chartered state chapter of the American School Counselor Association (ASCA).

ARTICLE I, SECTION 2. OSCA expands the image and influence of school counselors. OSCA empowers school counselors with the knowledge, skills, linkages, and resources to promote equity, access to a high-quality education and overall success for every student in school. The mission of OSCA shall be to represent **all** school counselors and to promote professionalism and ethical practices.

ARTICLE 1, SECTION 3. The Oklahoma School Counselor Association strives to promote excellence in the profession of school counseling by empowering, leading, and advocating for school counselors and the students they serve.

### ARTICLE II: MEMBERSHIP

ARTICLE II, SECTION 1. Types of Membership. This Association shall include four types of membership: Professional, Retired, Student and Affiliate.

ARTICLE II, SECTION 2. Requirements of Membership. In order to qualify for one of the four types of membership, the following requirements must be met for each category of membership being sought.

II-2a. Professional Membership. School counseling professionals who hold a master's degree or higher in school counseling or the substantial equivalent and are eligible for employment as school counselors, supervisors of school counselors, or professors of counseling in a graduate program that prepares school counselors.

II-2b. Retired Members. Former professional members who have retired.

II-2c. Student Membership. Students enrolled in a master's level program that prepares school counselors.

II-2d. Affiliate members. Members who have an interest in school counseling but do not qualify for a professional membership. Affiliate members are not eligible to vote.

ARTICLE II, SECTION 3. Dues. Dues for all categories of membership shall be set and established by the Board of Directors.

ARTICLE II, SECTION 4. Rights and Privileges. Professional, Retired, and Student Members shall be eligible to vote, indicate motions of parliamentary proceeding, and shall be eligible for elective office.

ARTICLE II, SECTION 5. Severance of Membership.

II-5a. Association members who do not renew their membership on or before their membership expiration date will no longer be considered members of OSCA.

II-5b. Membership may be revoked for revocation of license or credential or for any conduct that tends to injure the association, or adversely affect its reputation, or which violates principles stated in the ASCA Ethical Standards for School Counselors and/or the OSCA Bylaws. Any member charged with engaging in misconduct shall be given the opportunity to present evidence on his or her behalf. The member shall also have the right to file a written appeal and have a hearing before the Board of Directors, whose decision shall be final.

ARTICLE II, SECTION 6. **Member Conduct and** Nondiscrimination. The Oklahoma School Counselor Association does not knowingly engage in or support activities that discriminate on any basis as addressed in the ASCA Ethical Standards for School Counselors. **As stated in the following clause:**

**The Oklahoma School Counselor Association values all members and nonmembers as unique individuals and we welcome the variety of experiences they bring to the organization. We believe everyone should be treated with fairness and respect regardless of race, sex, gender identification, sexual orientation, national origin, native language, religion, age, disability, marital status, citizenship, genetic information, pregnancy, or any other characteristic protected by law. Every board director, officer, and committee member has the right to share their expertise in an environment where knowledge, skills, and abilities are the critical factors in their work as a volunteer member. OSCA expects all members to maintain standards of professional conduct, promote equal opportunity, treat everyone professionally, and act without bias. The Oklahoma School Counselor Association does not knowingly engage in or support activities that discriminate on any basis as addressed in the ASCA Ethical Standards for School Counselors.**

## ARTICLE III: OSCA OFFICERS AND BOARD OF DIRECTORS

ARTICLE III, SECTION 1. Board Role, Size, and Composition. The Board of Directors is responsible for overall policy and direction of OSCA. The Board shall consist of no less than 9 members and no more than 16.

ARTICLE III, SECTION 2. Fiduciary Responsibility. Board members shall not receive any compensation other than reimbursement of reasonable expenses. Board members shall not benefit financially or materially from their service on the Board of Directors.

ARTICLE III, SECTION 3. Meetings. The Board of Directors shall meet at least quarterly.

ARTICLE III, SECTION 4. Elections. Board Members shall be elected at least annually by a vote of the membership.

III-4a. The Governance Committee shall be responsible for developing nominees for Board elections. Nominations from the Governance Committee will promote a diverse **and equitable** representation of voices **aimed at encouraging board members from all over the state to serve and be intentional in recruiting and recommending members** necessary to enable OSCA to fulfill its mission.

III-4b. The Board of Directors shall be responsible for presenting a slate of prospective Board members to the membership for election.

III-4c. Qualifications. To be eligible for nomination to the Board of Directors, individuals must be a voting member of OSCA and a member of ASCA.

ARTICLE III, SECTION 5. Terms. Board members shall serve a three year term and are eligible for re-election. Board members may serve no more than two consecutive terms. Members are eligible to return to Board service after at least a one year absence.

ARTICLE III, SECTION 6. Quorum. At least two-thirds of the members of the Board of Directors must be present to constitute a quorum and conduct official business.

ARTICLE III, SECTION 7. Notice of Board Meeting. An official board meeting requires that each Board member have written notice at least five days in advance.

ARTICLE III, SECTION 8. Officers and Duties. Officers shall perform duties according to OSCA policy.

III-8a. President. The President shall serve a one-year term and is eligible for reelection. The President may serve no more than two years in this Office during consecutive service on the Board of Directors.

III-8b. President-Elect. The President-Elect shall serve a one-year term and is eligible for reelection. The President-Elect may serve no more than two years in this Office during consecutive service on the Board of Directors.

III-8c. Secretary. The Secretary shall serve a one-year term and is eligible for reelection.

III-8d. Treasurer. The Treasurer shall serve a one-year term and is eligible for reelection.

ARTICLE III, SECTION 9. Vacancies.

III-9a. Vacancies will be filled at the next election period unless the Board of Directors falls below nine members, in which case a special election will take place following the procedures outlined in Article III, Section 4.

III-9b. Officer Vacancies.

III-9b-i. In the event of a vacancy in the office of President, the President-Elect will assume the responsibilities of the office for the remainder of the term.

III-9b-ii. In the event of a vacancy in the office of Secretary, an existing member of the Board shall be elected by the Board of Directors for the remainder of the term.

III-9b-iii. In the event of a vacancy in the office of Treasurer, a member of the Finance Committee will assume the responsibilities of the office for the remainder of the term.

ARTICLE III, SECTION 10. Resignation or Removal from Office. Resignations must be submitted in writing to the Secretary. A board member may be removed from the Board of Directors after three consecutive absences from Board meetings. A board member may be removed for other reasons by a three-fourths vote of the remaining Directors.

## ARTICLE IV: COMMITTEES

ARTICLE IV, SECTION 1. The committees of the association shall consist of Standing Committees and Ad Hoc Committees.

IV-1a. Standing Committees. (*separate 4 “bunched” into 9 committees*)

IV-1a-i. Governance Committee. The Governance Committee shall include a Chair and be composed of no less than three members of the Board of Directors, including a previous President, the President, or the President-Elect.

IV-1a-ii. Finance Committee. The Treasurer will serve as Chair of the Finance Committee.

IV-1a-iii. Advocacy Committee

IV-1a-iv. Membership Committee

IV-1a-v. Media Committee

IV-1a-vi. Professional Development Committee

IV-1a-vii. Awards Committee

IV-1a-viii. Ethics Committee

IV-1a-ix. (DEI) Diversity, Equity, & Inclusion Committee

IV-1b. Ad Hoc Committees. A special ad hoc committee shall serve until, in the opinion of the Board of Directors, the purpose of the said committee is accomplished.

IV-1c. Committee Membership. A committee member shall serve for the fiscal year or until the purpose of the said committee is accomplished.

IV-1d. Committee Chairs. Standing and Ad Hoc Committee Chairs shall be determined by the members of the committee.

## ARTICLE V: BUSINESS AFFAIRS OF THE ASSOCIATION

ARTICLE V, SECTION 1. Fiscal Year. The fiscal year shall begin July 1 and end the following June 30.

V-1a. The Board of Directors shall receive an annual report and adopt a budget for the upcoming fiscal year.

ARTICLE V, SECTION 2. Property of the Association. In the event the Association should be dissolved, none of its property shall be distributed to any of the members. Instead, all of its property shall be transferred to such organizations(s) as the Board of Directors shall determine to have purposes and activities most nearly consonant with those of the Association.

ARTICLE V, SECTION 3. Annual Meeting. There shall be an annual business meeting of the membership of the Association.

## ARTICLE VI: INDEMNIFICATION

ARTICLE VI, SECTION 1. OSCA indemnifies the Board of Directors from all judgments, fines, amounts paid in settlement, and reasonable expenses, including attorney's fees, actually, and necessarily incurred or imposed as a result of such actions or proceedings or an appeal therein, imposed upon or asserted against him or her by reason of being or having been such an officer and acting within the scope of his or her official duties, but only when the determination shall have been made judicially or in the manner hereinafter provided in good faith for the purpose when he or she reasonably believed to be in the best interest of the association, and in the case of criminal action or proceedings upon a finding that or if a quorum under is not obtained with due diligence upon the opinion in writing of independent legal counsel, that the Board of Directors member has met the foregoing applicable standard of conduct if the undergoing determinations to be made by the Board of Directors it may rely as to all questions of law on the advice of independent counsel.

## ARTICLE VII: AMENDMENT OF BYLAWS

ARTICLE VII, SECTION 1. Amendments. These Bylaws may be amended by a majority vote of the membership.

VII-1a. An amendment may be proposed by any voting member to the Board of Directors. An approved proposed amendment shall be made available to the general membership in writing 30 days prior to the vote. Amendments must be approved by a majority vote of the membership.

ARTICLE VII, SECTION 2. Publication. The Bylaws of OSCA shall be published electronically in their entirety and shall be available to any member upon request.